



05 - 499

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

----- X	:	
In re:	:	Chapter 11
	:	
NORTHWESTERN CORPORATION,	:	
	:	Case No. 03-12872 (CGC)
Debtor.	:	
----- X		

NOTICE OF APPEAL

PLEASE TAKE NOTICE, that pursuant to Rules 8001(a) and 8002(a) of the Federal Rules of Bankruptcy Procedure and 28 U.S.C. 158(a), Magten Asset Management Corporation, by and through its undersigned counsel, hereby appeals to the United States District Court for the District of Delaware from the Order Confirming Debtor's Second Amended and Restated Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, which was entered by United States Bankruptcy Judge Charles G. Case II on October 19, 2004 (Docket No. 2237).

The names of all parties to the order appealed from and the names, addresses and telephone numbers of their respective attorneys are as follows:

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CERTIFICATE OF SERVICE

I, *Elio Battista, Jr.*, certify that I am not less than 18 years of age, and that on October 25, 2004, I caused service of the attached *Notice of Appeal* to be made on the parties listed on the attached service list as indicated.

Under penalty of perjury, I declare that the foregoing is true and correct.

A handwritten signature in black ink, appearing to read 'Elio Battista, Jr.', written over a horizontal line.

Elio Battista, Jr.

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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

NORTHWESTERN CORPORATION,

Debtor.

MAGTEN ASSET MANAGEMENT
CORPORATION

Appellant,
v.

NORTHWESTERN CORPORATION,

Appellee.

Chapter 11

Case No. 03-12872 (JLP)

**MAGTEN ASSET MANAGEMENT CORPORATION'S AMENDED DESIGNATION
OF ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL AND STATEMENT
OF THE ISSUE TO BE PRESENTED ON APPEAL FROM THE ORDER
CONFIRMING DEBTOR'S SECOND AMENDED AND RESTATED PLAN OF
REORGANIZATION UNDER CHAPTER 11 OF THE BANKRUPTCY CODE
ENTERED ON OCTOBER 19, 2004 [DOCKET NO. 2238]**

Magten Asset Management Corporation ("*Magten*"), by and through its undersigned counsel, in connection with its appeal from the Order Confirming Debtor's Second Amended and Restated Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (the "*Plan*"), which was entered by United States Bankruptcy Judge Charles G. Case II on October 19, 2004 (Docket No. 2238), hereby files, pursuant to Rule 8006 of the Federal Rules of Bankruptcy Procedure, this Designation of Items to be Included in the Record on Appeal and Statement of the Issues to be Presented to the United States District Court for the District of Delaware.



Designation of Items to be Included in the Record on Appeal

	Docket Number	Description
1	2	Affidavit of William M. Austin In Support of First Day Motions (including all exhibits thereto)
2	6	Motion For An Order Authorizing Debtor To Continue And Maintain Its (A) Consolidated Cash Management System; (B) Existing Bank Accounts; (C) Existing Business Forms; (D) Public Purpose Programs; And (E) To Pay On An Interim basis Certain limited Intercompany Obligations; And Granting Related Relief And Scheduling A Final Hearing (including all exhibits thereto)
3	6	Affidavit Of Kendall G. Kliever In Support Of Motion For An Order Authorizing Debtor To Continue And Maintain Its (A) Consolidated Cash Management System; (B) Existing Bank Accounts; (C) Existing Business Forms; (D) Public Purpose Programs; And (E) To Pay On An Interim Basis Certain Limited Intercompany Obligations; And Granting Related Relief (including all exhibits thereto)
4	21	Order Authorizing Debtor To Continue And Maintain Its (A) Consolidated Cash Management System; (B) Existing Bank Accounts; (C) Existing Business Forms; (D) Public Purpose Programs; And (E) To Pay On An Interim Basis Certain Limited Intercompany Obligations; And Granting Related Relief And Scheduling A Final Hearing (including all exhibits thereto)
5	197	Order Establishing Deadlines For Filing Proofs of Claim and Approving Form and Manner of Notice Thereof
6	331	Amended And Restated Credit Agreement Among Northwestern Corporation As Borrower, The Several Lenders From Time To Time Parties Hereto, And Credit Suisse First Boston, Acting Through Its Cayman Islands Branch, As Administrative Agent, Lead Arranger And Sole Book Runner Originally Dated As Of December 17, 2002 And Amended And Restated As Of November 2003
7	449	Third Amended Notice of Appointment of Official Committee of Unsecured Creditors
8	455	Final Order Authorizing Debtor To Continue And Maintain Its (A) Consolidated Cash Management System; (B) Existing Bank Accounts; (C) Existing Business Forms; (D) Public Purpose Programs; And (E) To Pay On An Interim Basis Certain Limited Intercompany Obligations; And Granting Related Relief And Schedule A Final Hearing only On The Interim Relief Granted Herein (including all exhibits thereto)
9	456	Final Order (I) Authorizing Debtor In Possession To Enter Into Postpetition Credit Agreement And Obtain Postpetition Financing Pursuant To Sections 363 And 364 Of The Bankruptcy Code, (II) Granting Liens, Security Interests And Superpriority Claims, (III) Authorizing Adequate Protection Payments To Debtor's Senior-Secured Debt
10	691	Final Order Granting Motion Pursuant To 11 U.S.C. §§ 105, 362, 363 And 364 For Entry Of An Order (A) Amending Pre-Petition Credit Facility, (B) Providing Protections Under Section 364(C)(1), On A Permanent Basis, And (C) Granting Related Relief

	Docket Number	Description
11	913	Motion of Magten Asset Management Corporation for Order Extending the Time for the Official Committee of Unsecured Creditors and Parties in Interest to Investigate and Object to the Liens and Claims of Credit Suisse First Boston
12	915	Notice of Filing of Page 5 to Motion of Magten Asset Management Corporation for an Order Extending the Time for the Official Committee of Unsecured Creditors and Parties in Interest to Investigate and Object to the Liens and Claims of Credit Suisse First Boston (which was inadvertently omitted from the original filing)
13	930	Debtor's Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
14	931	Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code for the Plan of Reorganization of the Debtor (including all exhibits thereto)
15	932	Exhibit G Part 4 to Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code for the Plan of Reorganization of the Debtor
16	933	Motion to Approve (a) Debtor's Proposed Disclosure Statement; (b) Establishing Procedures for Solicitation and Tabulation of Votes on Debtor's Plan of Reorganization; (c) Approving the Form and Manner of Notice; (d) Scheduling a Hearing on Confirmation; and (e) Granting Related Relief
17	959	Motion of Magten Asset Management Corporation for Relief from Stay to Commence Adversary Proceeding Seeking to Avoid Fraudulent Transfer (including all exhibits thereto)
18	982	Exhibit /Notice of Filing Exhibit F to the Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code for the Plan of Reorganization of the Debtor (including all exhibits thereto)
19	1028	Objection of Credit Suisse First Boston to Motion of Magten Asset Management Corporation for an Order Granting Relief from the Automatic Stay to Commence Adversary Proceeding Seeking to Avoid Fraudulent Transfer
20	1032	Objection of Credit Suisse First Boston to Motion of Magten Asset Management Corporation for an Order Extending the Time for the Official Committee of Unsecured Creditors and Parties in Interest to Investigate and Object to the Liens and Claims of Credit Suisse First Boston
21	1034	Joinder of McGreevey Class Action Claimants in Magten's Motion for Relief From Automatic Stay
22	1036	Debtor's Objection to the Motion of Magten Asset Management Corporation for an Order Extending Time for The Official Committee of Unsecured Creditors and Parties in Interest to Investigate and Objection to the Liens and Claims of Credit Suisse First Boston
23	1039	Response of Official Committee of Unsecured Creditors to Magten Asset Management Corporation's Request for Order Extending Time to Investigate Liens and Claims of Credit Suisse First Boston
24	1040	Debtor's Objection and Support Brief to the Motion of Magten Asset Management Corporation for an Order Granting Relief from the Automatic Stay to Commence Adversary Proceeding Seeking to Avoid Fraudulent Transfer (including all exhibits thereto)

	Docket Number	Description
25	1041	Limited Response of Official Committee of Unsecured Creditors to Magten Asset Management Corporation's Motion for Relief from the Automatic Stay to Commence Adversary Proceeding Seeking to Avoid Fraudulent Transfer
26	1046	Joinder of Comanche Park in Magten's Motion for Relief From Automatic Stay
27	1070	Debtor's Objection to the Joinder of Comanche Park LLC in Magten's Motion for Relief from Automatic Stay
28	1071	Debtor's Objection to the Joinder of the McGreevey Class Action Claimants in Magten's Motion for Relief from Automatic Stay
29	1073	Joinder of McGreevey Class Action Claimants in Magten's Motion for Order Extending the Time for The Official Committee of Unsecured Creditors and Parties in Interest to Investigate and Object to the Liens and Claims of Credit Suisse First Boston, and Alternative Motion for Relief from Final DIP Order (including all exhibits thereto)
30	1123	Complaint by Magten Asset Management Corporation, Law Debenture Trust Company of New York against Northwestern Corporation
31	1142	Transcript of Hearing on March 10, 2004
32	1169	Debtor's Motion For Order Pursuant to Bankruptcy rule 9019 Approving Memorandum of Understanding (including all exhibits thereto)
33	1185	McGreevey Class Action Claimants' Objection to Disclosure Statement
34	1186	Objection of Law Debenture Trust Company to Debtor's Motion to Approve Disclosure Statement
35	1187	Limited Objection of Wells Fargo Bank Minnesota, National Association, In Its Capacity As Indenture Trustee, To Disclosure Statement Pursuant To Section 1125 Of The Bankruptcy Code For The Plan Of Reorganization Of The Debtor
36	1193	Objection of Indenture Trustee to Debtor's Motion for Order Approving Disclosure Statement
37	1201	Joinder by Harbert Management Corporation in Objection of Indenture Trustee to Debtor's Motion for Order Approving Disclosure Statement
38	1202	Objection of RCG Carpathia Master Fund, Ltd. to Disclosure Statement
39	1203	Objection of Magten Asset Management Corporation to the Debtor's Motion for an Order (a) Approving Debtor's Proposed Disclosure Statement; (b) Establishing Procedures for Solicitation and Tabulation of Votes on Debtor's Plan of Reorganization; (c) Approving the Form and Manner of Notice; (d) Scheduling a Hearing on Confirmation; and (e) Granting Related Relief
40	1204	Motion to File Under Seal (Filed by RCG Carpathia Master Fund)
41	1219	Objection of Magten Asset Management Corporation to the Debtor's Motion for an Order Pursuant to Bankruptcy Rule 9019 Approving Memorandum of Understanding

	Docket Number	Description
42	1223	Appointment of Official Committee (Fifth Amended Notice of Appointment of Official Committee of Unsecured Creditors)
43	1250	Debtor's Motion for Order Approving Stipulation Among Debtor, Clark Fork and Blackfoot, LLC, Atlantic Richfield Company, United States, State of Montana, and the Confederated Salish and Kootenai Tribes Filed by NorthWestern Corporation (including Exhibit A thereto)
44	1258	Order Denying Motion of Magten Asset Management Corporation for an Order Extending Time for the Official Committee of Unsecured Creditors and Parties in Interest to Investigate and Object to the Liens and Claims of Credit Suisse First Boston
45	1259	Order Denying Joinder of Comanche Park LLC in Magten's Motion for Relief From the Automatic Stay
46	1260	Order Denying Joinder of the McGreevey Class Action Claimants in Magten's Motion for Relief From the Automatic Stay
47	1272	Statement Pursuant to Section 328(c) Regarding Paul Hastings Janofsky & Walker LLP
48	1292	Transcript of Hearing on April 22, 2004
49	1295	First Amended Plan Filed by NorthWestern Corporation (including all exhibits thereto)
50	1297	Amended Disclosure Statement Filed by NorthWestern Corporation (including all exhibits thereto)
51	1301	Notice of Amended Exhibit E to The Motion for an Order (A) Approving Debtor's Proposed Disclosure Statement; (B) Establishing- Procedures for Solicitation and Tabulation of Votes on Debtor's Plan of Reorganization; (C) Approving the Form and Manner of Notice; (D) Scheduling a Hearing on Confirmation; and (E) Granting Related Relief (including all exhibits thereto)
52	1302	Omnibus Response to Objections to Debtor's Disclosure Statement in Respect of Debtor's Plan of Reorganization (including all exhibits thereto)
53	1305	First Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code for the Plan of Reorganization of the Debtor - Blacklined
54	1306	Amended Plan Filed by NorthWestern Corporation
55	1307	Chapter 11 Plan Of Reorganization Re Debtor's First Amended Plan Of Reorganization Under Chapter 11 Of The Bankruptcy Code (Blacklined)
56	1317	Transcript of Hearing on April 8, 2004
57	1351	First Amended Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (including all exhibits thereto)
58	1352	First Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code For the Plan of Reorganization of the Debtor (including all exhibits thereto)

	Docket Number	Description
59	1373	Order (I) Approving First Amended Disclosure Statement, (II) Authorizing the Solicitation of Votes, (III) Scheduling a Hearing on Confirmation of the Joint Plan of Reorganization, (IV) Establishing Notice Requirements Regarding the Confirmation Hearing and Approving the Form and Manner of Notice, and (V) Granting Related Relief Respecting the Debtor's First Amended Plan of Reorganization (including all exhibits thereto)
60	1374	Transcript of Hearing on May 17, 2004
61	1390	Harbert Management Corporation's Objection to Debtor's Motion for Order Pursuant to Bankruptcy Rule 9019 Approving Memorandum of Understanding
62	1394	Objection of Magten Asset Management Corporation to Debtor's Motion for an Order Approving Stipulation Among Debtor, Clark Fork and Blackfoot, LLC, Atlantic Richfield Company, United States, State of Montana and the Confederated Salish and Kootenai Tribes (including all exhibits thereto)
63	1395	Debtor's Response to Statement Pursuant to 11 U.S.C. Sec. 328(c) filed by Magten Asset Management Corporation (including all exhibits thereto)
64	1481	Memorandum Decision Regarding the McGreevey Motion
65	1482	Memorandum Decision Regarding Comanche's Motion for Relief From Stay
66	1488	Second Supplemental Affidavit of Jesse H. Austin, III in Connection with Paul Hastings Janofsky & Walker LLP's Employment as Attorneys for Debtor and Debtor in Possession
67	1490	Stipulation of Settlement Between NorthWestern Corporation and Settling Parties
68	1502	Motion of Magten Asset Management Corporation to Disqualify Paul, Hastings, Janofsky & Walker LLP (including all exhibits thereto)
69	1529	Transcript of Hearing on May 12, 2004
70	1578	Motion For Order Approving Amendment No. 4 to the Postpetition Credit Agreement between the Debtor and Bank One, NA (including all exhibits thereto)
71	1586	Transcript of Hearing on June 9, 2004
72	1622	Debtor's Response to Magten Asset Management Corporation's Motion To Disqualify Paul, Hastings, Janofsky & Walker LLP (including all exhibits thereto)
73	1623	Joinder in the Memorandum of Law in Opposition to Magten Asset Management Corporation's Motion to Disqualify Paul, Hastings, Janofsky & Walker LLP and Opposition to Motion to Disqualify Paul, Hastings, Janofsky & Walker LLP
74	1624	Response to Magten Asset Management Corporation's Motion to Disqualify Paul, Hastings, Janofsky & Walker LLP (Corrected) (including all exhibits thereto)

	Docket Number	Description
75	1625	Affidavit of Jesse H. Austin, III, in Connection with Paul, Hastings, Janofsky & Walker, LLP's Employment as Attorneys for Debtor and Debtor-in-Possession
76	1632	Official Committee of Unsecured Creditors' Objection to Motion of Magten Asset Management Corporation to Disqualify Paul, Hastings, Janofsky & Walker LLP (including all exhibits thereto)
77	1653	Transcript of Hearing held on June 21, 2004 before the Honorable Charles G. Case, II.
78	1664	Motion of Magten Asset Management Corporation for Leave to File a Reply in Support of Its Motion to Disqualify Paul, Hastings, Janofsky & Walker LLP (related docket nos. 1624 and 1625) (including all exhibits thereto)
79	1666	Exhibit A (the Reply which was omitted from the filing at docket no. 1664) to Motion of Magten Asset Management Corporation for Leave to file Reply Filed by Magten Asset Management Corporation
80	1674	Order Approving (1) Stipulation Between Debtor, Clark Fork And Blackfoot, LLC, Atlantic Richfield Company, United States, State Of Montana, And Salish And Kootenai Tribes And (2) Debtor's Motion For Order Pursuant To Bankruptcy Rule 9019 Approving Settlement Agreement Among Debtor, Clark Fork And Blackfoot, LLC, And Atlantic Richfield Company
81	1685	Order Approving Amendment No. 4 to the Postpetition Credit Agreement Between the Debtor and Bank One, NA (including exhibits thereto)
82	1700	Notice of Contracts the Debtor Intends to Assume and/or Reject Pursuant to Section IV.F. of the Debtor's First Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code for the Plan of Reorganization
83	1707	Order Granting Motion of Magten Asset Management Corporation for Leave to File a Reply in Support of its Motion to Disqualify Paul, Hastings, Janofsky & Walker LLP.
84	1713	Post-Trial Brief in Support of Harbert Management Corporation's Objection to Debtor's Motion for Order Pursuant to Bankruptcy Rule 9019 Approving Memorandum of Understanding
85	1723	Transcript of Hearing held on July 14, 2004 before the Honorable Charles G. Case, II.
86	1751	Memorandum Decision. (Re: Motion to Disqualify Paul, Hastings, Janofsky & Walker LLP)
87	1760	Objection to Post-Trial Brief in Support of Harbert Management Corporation's Objection to Debtor's Motion for Order Pursuant to Bankruptcy Rule 9019 Approving Memorandum of Understanding
88	1766	Northwestern Corporation's Sur Reply In Support of Its Motion For Order Pursuant to Bankruptcy Rule 9019 Approving Memorandum of Understanding (docket No. 1169) In Opposition to Post Trial Brief In Support of Harbert Management's Objections Thereto
89	1777	Reply Memorandum on Behalf of the Securities Litigation Plaintiffs in Further Support of the Debtor's Motion for an Order Pursuant to Bankruptcy Rule 9019 Approving a Memorandum Of Understanding Settling the Securities Litigation

	Docket Number	Description
90	1779	Objection of Stephen Helfin to Revised the Confirmation of the Amended Chapter 11 Plan
91	1780	Limited Objection of Wells Fargo Bank, National Association, In Its Capacity As Indenture Trustee, to Debtor's First Amended Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
92	1781	Limited Objection of U.S. Bank National Association, In Its Capacity as Indenture Trustee, to Debtor's First Amended Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
93	1784	Limited Objection of PPL Montana LLC to Confirmation of the Debtor's First Amended Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (including all exhibits thereto)
94	1789	Objection of Indenture Trustee to Confirmation of Debtor's First Amended Plan of Reorganization
95	1790	Objection by Harbert Management Corporation to Confirmation of the Debtor's First Amended Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
96	1791	Objection to Debtor's First Amended Plan of Reorganization by Official Committee of Unsecured Creditors in Chapter 11 Case of Touch America Holdings, Inc.
97	1793	Limited Objection of Richard R. Hylland to Confirmation of the Debtors' First Amended Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
98	1795	Objection of Goldman, Sachs & Co. to Confirmation of Debtor's First Amended Plan of Reorganization
99	1797	Objection to Plan of RCG Carpathia Master Fund, Ltd. and Kellogg Capital Group, LLC f/k/a Performance Capital to Debtor's First Amended Plan of Reorganization (REDACTED)
100	1798	Motion of RCG Carpathia Master Fund, Ltd. and Kellogg Capital Group, LLC f/k/a Performance Capital for Authority to File Portions of Objection to the Debtor's First Amended Plan of Reorganization Under Seal (including all exhibits thereto)
101	1799	Motion for Reconsideration of the Court's Order Denying Magten Asset Management Corporation's Motion to Disqualify Paul Hastings Janofsky & Walker LLP (including all exhibits thereto)
102	1800	Objection of David Fishel to Debtor's First Amended Plan of Reorganization and Joinder of David Fishel to Objection of RCG Carpathia Master Fund, Ltd. and Kellogg Capital Group, LLC f/k/a Performance Capital to Debtor's First Amended Plan of Reorganization
103	1801	Objection of Magten Asset Management Corporation to Confirmation
104	1803	Law Debenture Trust Company of New York's Objection to Confirmation

	Docket Number	Description
105	1804	Objection of Yellowstone Energy Limited Partnership to Cure Amounts Stated in Exhibit A-5 of Notice of Contracts the Debtor Intends to Assume and/or Reject Pursuant to Section IV.F of the Debtor's First Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code for the Plan of Reorganization
106	1805	Objection of Colstrip Energy Limited Partnership to Cure Amounts Stated in Exhibit A-5 of Notice of Contracts the Debtor Intends to Assume and/or Reject Pursuant to Section IV.F of the Debtor's First Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code for the Plan of Reorganization
107	1853	Amended Objection of Yellowstone Energy Limited Partnership to Cure Amount Stated in Exhibit A-5 of Notice of Contracts the Debtor Intends to Assume and/or Reject Pursuant to Section IV.F of the Debtor's First Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code for the Plan of Reorganization
108	1854	Amended Objection of Colstrip Energy Limited Partnership to Cure Amount Stated in Exhibit A-5 of Notice of Contracts the Debtor Intends to Assume and/or Reject Pursuant to Section IV.F of the Debtor's First Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code for the Plan of Reorganization
109	1865	Brief Of Goldman, Sachs & Co. In Opposition To Confirmation Of Debtor's First Amended Plan Of Reorganization
110	1870	Objection of Magten Asset Management Corporation to Confirmation of the Debtor's First Amended Plan of Reorganization (including all exhibits thereto)
111	1871	Memorandum of Law in Support of Law Debenture Trust Company of New York's Objection to Confirmation of Debtor's First Amended Plan of Reorganization (including all exhibits thereto)
112	1872	Limited Objection of Touch America Holdings, Inc. to First Amended Chapter 11 Plan of Reorganization
113	1884	Memorandum of Law in Opposition to Magten Asset Management Corporation's Motion for Reconsideration of Order Denying Motion to Disqualify Paul, Hastings, Janofsky & Walker, LLP (including all exhibits thereto)
114	1895	Notice of Completion of Briefing on Motion for Reconsideration of the Court's Order Denying Magten Asset Management Corporation's Motion to Disqualify Paul, Hastings, Janofsky & Walker LLP
115	1896	Confirmation Hearing Witness List of RCG Carpathia Master Fund, Ltd. and Kellogg Capital Group, LLC f/k/a Performance Capital
116	1897	Objection of Bonneville Power Administration to Confirmation of Debtor's First Amended Plan of Reorganization
117	1901	Omnibus Reply to Objections to Debtor's Plan of Reorganization Filed by NorthWestern Corporation (including all exhibits thereto)

	Docket Number	Description
118	1902	Debtor's Motion For Order Pursuant to Bankruptcy Rule 9019 Approving Memorandum of Understanding (including all exhibits thereto)
119	1913	Motion for Leave to File a Response to (i) Objection of Magten Asset Management Corporation to Confirmation of the Debtor's First Amended Plan of Reorganization and (ii) Law Debenture Trust Company of New York's Objection to Confirmation Filed by Credit Suisse First Boston
120	1904	Notice of Designation of Potential Witnesses to be Called with Respect to the Confirmation Hearing Filed by Official Committee Of Unsecured Creditors
121	1908	Notice of Amendment to Designation of Potential Witnesses to be Called With Respect to the Confirmation Hearing
122	1916	Limited Joint Response of JP Morgan Chase Bank, as Indenture Trustee on Behalf of the Holders of Montana Bonds, and MBIA Corporation to Objections of Magten Asset Management Corporation and Law Debenture Trust Company of New York to the Debtor's First Amended Plan of Reorganization Filed by MBIA Insurance Corporation
123	1919	Emergency Motion of Law Debenture Trust Company of New York to Adjourn the Debtor's Confirmation Hearing
124	1920	Notice of Intent of Northwestern Corporation to Utilize 11 U.S.C. § 1129(b) In Connection With the Confirmation of the Debtor's First Amended Plan of Reorganization, As Amended (including all exhibits thereto)
125	1921	Debtor's Motion for an Order (A) Approving Debtor's Second Amended and Restated Disclosure Statement and Summary Disclosure Statement; (B) Establishing Procedures for Limited Resolicitation and Tabulation of Votes on Debtor's Second Amended Plan of Reorganization; (C) Approving the Form and Manner of Notice; and (D) Granting Related Relief (including all exhibits thereto)
126	1921	Summary Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code (including all exhibits thereto)
127	1922	Motion to Shorten Time for Notice and Response for Motion to Approve (A) Debtor's Second Amended and Restated Disclosure Statement and Summary Disclosure Statement; (B) Establishing Procedures for Limited Resolicitation and Tabulation of Votes on Debtor's Second Amended and Restated Plan of Reorganization; (C) Approving the Form and Manner of Notice; and (D) Granting Related Relief
128	1924	Debtor's Second Amended Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (including all exhibits thereto)
129	1925	Blackline of Debtor's Second Amended Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (including all exhibits thereto)
130	1926	Debtor's Second Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code For the Plan of Reorganization of the Debtor (including all exhibits thereto)

	Docket Number	Description
131	1927	Blackline of Debtor's Second Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code For the Plan of Reorganization of the Debtor (including all exhibits thereto)
132	1928	Memorandum of Law In Support of Confirmation of Debtor's Second Amended and Restated Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (including all exhibits thereto)
133	1929	Debtor's Request to Take Judicial Notice of Certain Pleadings and Related Documents Filed with the Court
134	1930	Declaration of Voting Agent Regarding Tabulation of Votes in Connection with Debtor's First Amended Plan of Reorganization (including all corresponding exhibits thereto)
135	1931	Part 2 to Declaration of Voting Agent Regarding Tabulation of Votes in Connection with Debtor's First Amended Plan of Reorganization (including all corresponding exhibits thereto)
136	1932	Offer of Proof and Outline of Evidence in Support of the Adequacy of Debtor's Procedures and Notice in Conjunction with its Second Amended and Restated Plan Of Reorganization Under Chapter 11 of the Bankruptcy Code
137	1936	Certificate of No Objection re: Motion of RCG Carpathia Master Fund, Ltd. and Kellogg Capital Group, LLC f/k/a Performance Capital for Authority to File Portions of Objection to the Debtor's First Amended Plan of Reorganization Under Seal
138	1939	Notice of Amendment to RCG Carpathia Master Fund, Ltd. And Kellogg Capital Group, LLC f/k/a Performance Capital's Objection to Debtor's First Amended Plan of Reorganization (including all exhibits thereto)
139	1940	Joinder of Magten Asset Management Corporation to Emergency Motion of Law Debenture Trust Company of New York to Adjourn the Debtor's Confirmation Hearing
140	1941	Notice of Hearing Regarding Request for Expedited Teleconference on Emergency Motion of Law Debenture Trust Company of New York to Adjourn the Debtor's Confirmation Hearing
141	1942	Order Denying Motion for Reconsideration of the Court's Order Denying Magten Asset Management Corporation's Motion to Disqualify Paul Hastings Janofsky & Walker LLP
142	1944	Objection to Emergency Motion of Law Debenture Trust Company of New York to Adjourn the Debtor's Confirmation Hearing
143	1947	Complaint by NorthWestern Corporation against Magten Asset Management Corporation
144	1956	Confirmation Hearing Exhibit List of the Official Committee of Unsecured Creditors (including all documents referenced therein)
145	1958	Protective Submission of Lead Plaintiffs in the Securities Class Action with Respect to the Plan of Reorganization of the Debtor
146	1959	Objection of Montana Power Benefit Restoration Plan Members to Debtors' First Amended Plan of Reorganization Under Chapter 11 of the Bankruptcy Code

	Docket Number	Description
147	1961	NorthWestern Corporation's Designation of Exhibits to be used with Respect to the Confirmation Hearing (including all documents referenced therein)
148	1962	Confirmation Hearing Exhibit List of RCG Carpathia Master Fund, Ltd. and Kellogg Capital Group, LLC f/k/a Performance Capital (including all documents referenced therein)
149	1963	Motion for Order Authorizing the Debtor to Enter Agreements for its Exit Financing Facility and to Pay Fees and Expenses and Incur Indemnification Obligations in Connection therewith pursuant to Sections 105(a), 107(b), and 363(b) of the Bankruptcy Code and Bankruptcy Rule 9018
150	1964	Motion for Order Authorizing the Debtor to File Fee Letter Under Seal with Regard to Motion for Order Authorizing the Debtor to Enter Agreements for its Exit Financing Facility and to Pay Fees and Expenses and Incur Indemnification Obligations in Connection therewith pursuant to Sections 105(a), 107(b), and 363(b) of the Bankruptcy Code and Bankruptcy Rule 9018 (including all exhibits thereto)
151	1969	Objection of Milbank, Tweed, Hadley & McCloy LLP to Confirmation of Debtor's Second Amended and Restated Plan of Reorganization (including all exhibits thereto)
152	1970	Confirmation Hearing Amended Exhibit List of the Official Committee of Unsecured Creditors
153	1973	Confirmation Hearing Deposition Designations of RCG Carpathia Master Fund, Ltd. and Kellogg Capital Group, LLC f/k/a Performance Capital (including all documents referenced therein)
154	1974	NorthWestern Corporation's Notice of Amendment to Designation of Exhibits to be Used With Respect to the Confirmation Hearing (including all documents referenced therein)
155	1975	Magten Asset Management Corporation's Notice of Appeal of Motion to Disqualify Paul, Hastings, Janofsky & Walker LLP
156	1985	Limited Objection of Richard Hylland to Second Amended and restated Disclosure Statement and Plan
157	1986	Objection to the Debtor's Second Amended Disclosure Statement of Milbank, Tweed, Hadley & McCloy LLP
158	1988	Response of Magten Asset Management Corporation to the Debtor's Motion for an Order (A) Approving Debtor's Second Amended Disclosure Statement and Summary Disclosure Statement; (B) Establishing Procedures for Limited Resolicitation and Tabulation of Votes on Debtor's Second Amended Plan of Reorganization; (C) Approving the Form and Manner of Notice; and (D) Granting Related Relief
159	1989	Law Debenture Trust Company of New York's Objection to (A) the Debtor's Second Amended and Restated Disclosure Statement and Summary Disclosure Statement; and (B) Proposed Resolicitation Procedures
160	2000	Order Authorizing Shareholders to File Portions of Objection to Debtor's First Amended Plan Under Seal

	Docket Number	Description
161	2004	Order Granting Motion of Credit Suisse First Boston, as Administrative Agent, for Order Granting Leave to File a Response to (i) Objection of Magten Asset Management Corporation to Confirmation of the Debtor's First Amended Plan of Reorganization and (ii) Law Debenture Trust Company of New York's Objection to Confirmation.
162	2005	Order Approving Debtor's Request to Take Judicial Notice of Certain Pleadings and Related Documents Filed With the Court
163	2020	Debtor's Second Amended and Restated Plan of Reorganization under Chapter 11 of the Bankruptcy Code (including all exhibits thereto)
164	2021	Second Amended and Restated Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code for the Plan of Reorganization of the Debtor (including all exhibits thereto)
165	2022	Exhibits to Second Amended and Restated Disclosure Statement (including all exhibits thereto)
166	2023	Summary Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code
167	2033	Order (A) Approving the Debtor's Second Amended and Restated Disclosure Statement and Summary Disclosure Statement, (B) Setting a Record Date for Voting Purposes, (C) Authorizing Resolicitation of Votes, (D) Scheduling a Continued Hearing on Confirmation of Second Amended and Restated Plan of Reorganization, (E) Establishing Notice Requirements Regarding the Continued Confirmation Hearing and Approving the Form and Manner of Notice, and (F) Granting Related Relief.
168	2040	Objection of United States Trustee to Debtors' Motion to File Exit Financing Facility Fee Letter Under Seal
169	2041	Magten Asset Management Corporation's Limited Objection to the Motion for Order Authorizing the Debtor to Enter Agreements for its Exit Financing Facility and to Pay Fees and Expenses and Incur Indemnification Obligations in Connection Therewith (including all exhibits thereto)
170	2044	Law Debenture Trust Company of New York's Limited Objection to the Debtor's Motion for an Order Authorizing it to Enter Agreements for Exit Financing Facility and to Pay Fees and Expenses and Incur Indemnification Obligations in Connection Therewith Pursuant to Section 105(A), 107(B) and 363(B) of the Bankruptcy Code and Bankruptcy Rule 9018
171	2046	Magten Asset Management Corporation's Designation of the Record and Statement of the Issues on Appeal
172	2048	Limited Objection to of JP Morgan Chase Bank, As Indenture Trustee on behalf of the Holders of Montana Bonds and MBIA Corporation to the Debtors' Motion for Order Authorizing the Debtor to Enter Agreement for Its Exit Financing Facility and to Pay Fees and Expenses and Incur Indemnification Obligations In Connection Therewith
173	2052	Objection Of Goldman, Sachs & Co. To Debtor's Motion For Order Pursuant To Bankruptcy Rule 9019 Approving Memorandum Of Understanding
174	2054	Transcript of Hearing held on July 15, 2004 before the Honorable Charles G. Case, II

	Docket Number	Description
175	2055	Objection to The Debtor's Motion For Order Pursuant To Bankruptcy Rule 9019 Approving Memorandum Of Understanding
176	2089	Transcript of Hearing held on August 20, 2004 before the Honorable Charles G. Case, II
177	2090	Transcript of Hearing held on August 25, 2004 before the Honorable Charles G. Case, II (including all exhibits thereto)
178	2102	Notice of Filing Fee Letter in Connection with Motion for Order Authorizing the Debtor to Enter Agreements for its Exit Financing Facility and to Pay Fees and Expenses and Incur Indemnification Obligations in Connection Therewith Pursuant to Sections 105(a), 107(b) and 363(b) of the Bankruptcy Code and Bankruptcy Rule 9018 (including all exhibits thereto)
179	2104	Law Debenture Trust Company of New York's Supplemental Objection to Confirmation of Debtor's Second Amended Plan of Reorganization (including all exhibits thereto)
180	2105	Magten Asset Management's Supplemental Objection to Confirmation of the Debtor's Second Amended and Restated Plan of Reorganization (including all exhibits thereto)
181	2109	Order Authorizing the Debtor to Enter Into Certain Agreements Related to Exit Financing Facility and to Pay Fees in Connection Therewith
182	2121	Notice of Filing of Plan Supplement in Connection with Debtor's Second Amended and Restated Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (including all exhibits thereto)
183	2145	Memorandum of Law in Further Support of Confirmation of Debtor's Second Amended and Restated Plan of Reorganization Under Chapter 11 of the Bankruptcy Code and in Response to Supplemental Objections to Confirmation
184	2156	Notice of Filing of Amended Exhibit A to the Memorandum of Law in Support of Confirmation of Debtor's Second Amended and Restated Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (including all exhibits thereto)
185	2157	Notice of Filing of Plan Supplement in Connection with Debtor's Second Amended and Restated Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (including all exhibits thereto)
186	2158	Notice Of Debtor's Appointment of Trustees of the Northwestern Corporation D & O Trust Pursuant to Section 6.2 of the Debtor's Second Amended and Restated Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
187	2165	Debtor's Request to Take Judicial Notice of Certain Pleadings and Related Documents Filed with the Court
188	2166	Supplemental Offer of Proof and Outline of Evidence in Support of the Adequacy of Debtor's Procedures and Notice in Conjunction with its Second Amended and Restated Plan of Reorganization Under Chapter 11 of the Bankruptcy Code and Request to take Judicial Notice of Certain Pleadings Filed with the Court

	Docket Number	Description
189	2167	Notice of Amendment to Designation of Exhibits to be Used With Respect to the Confirmation Hearing (including all documents referenced therein)
190	2168	Limited Objection To Confirmation Of Amended Plan Limited Objection of Cornerstone Propane, L.P. and Cornerstone Propane Partners, L.P. to the Confirmation of the Debtor's Second Amended and Restated Plan of Reorganization [Entered In Error-See Docket 2172]
191	2169	Limited Objection to Confirmation of Amended Plan Limited Objection Of Cornerstone Propane, L.P. And Cornerstone Propane Partners, L.P. To The Confirmation Of The Debtor's Second Amended And Restated Plan Of Reorganization
192	2170	Affidavit of Christopher R. Schepper Regarding Tabulation of Votes in Connection with the Debtor's Second Amended and Restated Plan of Reorganization under Chapter 11 of the Bankruptcy Code (including all exhibits thereto)
193	2172	Limited Objection Of Cornerstone Propane, L.P. And Cornerstone Propane Partners, L.P. To The Confirmation Of The Debtor's Second Amended And Restated Plan Of Reorganization
194	2175	Memorandum Decision Regarding Magten's Objection to Memorandum of Understanding
195	2192	Transcript of Hearing held on September 15, 2004 before the Honorable Charles G. Case, II
196	2194	Certification of Counsel Seeking Entry of Confirmation Order (including all exhibits thereto)
197	2201	Certification of Counsel Seeking Entry of Confirmation Order (including all exhibits thereto)
198	2209	Certification of Counsel Regarding Proposed Confirmation Order Filed by Magten Asset Management Corp. (including all exhibits thereto)
199	2216	Response to Certification of Counsel Regarding Proposed Confirmation Order Filed by Magten Asset Management Corporation (including all exhibits thereto)
200	2218	Notice of Non-Material Modification to Debtor's Second Amended and Restated Plan of Reorganization under Chapter 11 of the Bankruptcy Code
201	2230	Order Approving Memorandum of Understanding
202	2234	Transcript of Hearing held on October 6, 2004 before the Honorable Charles G. Case, II. Hearing held in Phoenix, Arizona.
203	2238	Order Confirming Debtor's Second Amended and Restated Plan of Reorganization Under Chapter 11 of the Bankruptcy Code.
204	2255	Motion to Shorten Time for Notice and Objections and Request for an Expedited Hearing
205	2256	Emergency Motion To Stay Pending Appeal of the Order Confirming the Debtor's Second Amended and Restated Plan of Reorganization (including all exhibits thereto)
206	2259	Plan Supplement re: Second Non-Material Modification to Debtor's Second Amended and Restated Plan of Reorganization under Chapter 11 of the Bankruptcy Code

	Docket Number	Description
207	2262	Official Committee of Unsecured Creditors' Objection to Emergency Motion of Magten Asset Management Corporation for Stay Pending Appeal of Order Confirming Debtor's Second Amended and Restated Plan of Reorganization (including all exhibits thereto)
208	2263	Objection of the Debtor to the Emergency Motion of Magten Asset Management Corporation for a Stay Pending Appeal of the Order Confirming The Debtor's Second Amended and Restated Plan of Reorganization (including all exhibits thereto)
209	2266	Notice of Appeal of Confirmation Order Filed by Magten Asset Management Corp.
210	2270	Notice of Establishment of Claim Reserve Pursuant to Section 7.5 of Debtor's Second Amended and Restated Plan of Reorganization Under Chapter 11 of the Bankruptcy Code and Paragraph 27 of the Confirmation Order
211	2272	Notice of (A) Entry of Order Confirming the Debtor's Second Amended and Restated Plan of Reorganization Under Chapter 11 of the Bankruptcy Code and (B) Intended Effective Date
212	2274	Order Denying Emergency Motion of Magten Asset Management Corporation for a Stay Pending Appeal of the Order Confirming the Debtor's Second Amended and Restated Plan of Reorganization
213	2276	Transcript of Hearing held on October 8, 2004 before the Honorable Charles G. Case, II. Hearing held in Phoenix, Arizona.
214	2277	Notice of Appeal of Order Approving Memorandum of Understanding filed by Magten Asset Management Corp.
215	2280	Amended Affidavit of Brian B. Bird
216	2285	Magten's Objection to Debtor's Notice of Establishment of Claim Reserve Pursuant to Section 7.5 of Debtor's Second Amended and Restated Plan of Reorganization Under Chapter 11 of the Bankruptcy Code and Paragraph 27 of the Confirmation Order (including all exhibits thereto)
217	2300	Notice of (A) Entry of Order Confirming The Debtor's Second Amended and Restated Plan of Reorganization under Chapter 11 of the Bankruptcy Code and (B) The Occurrence of the Effective Date
218	2330	Transcript of Hearing held on October 25, 2004 before the Honorable Charles G. Case, II.
219	--	Proof of Claim filed by Magten Asset Management Corporation
220	--	Proof of Claim filed by Law Debenture Trust Company of New York
221	--	Debtor's Exhibits re: Confirmation Hearing (08/25/04) -- All documents contained on Disc 1
222	--	Debtor's Exhibits re: Confirmation Hearing (08/25/04) -- All documents contained on Disc 2
223	--	Debtor's Exhibits re: Confirmation Hearing (08/25/04) -- All documents contained on Disc 3

	Docket Number	Description
224	Case No. 04-53324, docket no. 1	Complaint by Magten Asset Management Corporation, Law Debenture Trust Company of New York against Northwestern Corporation
225	Case No. 04-53324, docket no. 5	NorthWestern Corporation's Motion, and Supporting Brief, to Dismiss the Complaint of Magten Asset Management Corporation and Law Debenture Trust Company of New York for Failure to State a Claim Upon Which Relief Can Be Granted (including all exhibits thereto)
226	Case No. 04-53324, docket no. 15	Objection of Law Debenture Trust Company to the Motion of Northwestern Corporation to Dismiss the Complaint Seeking to Avoid the Fraudulent Transfer
227	Case No. 04-53324, docket no. 16	Memorandum of Law in Support of Objection of Magten Asset Management Corporation to the Motion of Northwestern Corporation to Dismiss the Complaint Seeking to Avoid the Fraudulent Transfer (including all exhibits thereto)
228	Case No. 04-53324, docket no. 18	Reply of Northwestern Corporation's Memorandum in Further Support of its Motion to Dismiss the Complaint of Magten Asset Management Corporation and Law Debenture Trust Company of New York
229	Case No. 04-53324, docket no. 20	Notice of Filing Corrected Pages to Memorandum of Law of Magten Asset Management Corporation in Support of the Objection to the Motion of Northwestern Corporation to Dismiss the Complaint Seeking to Avoid the Fraudulent Transfer
230	Case No. 04-53324, docket no. 24	Motion of Law Debenture Trust Company of New York to Supplement Record Regarding Debtor's Motion to Dismiss (including all exhibits thereto)
231	Case No. 04-53324, docket no. 25	Under Advisement Decision Re: Motion to Dismiss. Signed by The Honorable Charles G. Case, II on August 20, 2004
232	Case No. 04-53324, docket no. 27	First Amended Complaint to Avoid the Transfer of Assets of Clark Fork and Blackfoot LLC (f/k/a Northwestern Energy LLC) to Northwestern Corporation

Statement of Issues to be Presented

1. Whether the Bankruptcy Court erred in determining that the Montana Utility Assets (the "*Montana Utility Assets*"), which were transferred to the Debtor from Clark Fork and Blackfoot LLC ("*Clark Fork*"), the Debtor's non-debtor subsidiary, are not held in constructive trust for the creditors of Clark Fork even though creditors of Clark Fork have brought an action seeking to set aside the transfer of the Montana Utility Assets as a fraudulent

conveyance and have sought recognition that a constructive trust has been imposed over those assets.

2. Whether the Bankruptcy Court erred in finding that the right to recover on account of the fraudulent conveyance cause of action is a "claim" under section 101(5) of the Bankruptcy Code when (i) the exclusive remedy sought as a result of the fraudulent transfer of the Montana Utility Assets is an equitable remedy that does not "give rise to a right to payment" and, (ii) §31-2-339 of the Montana Code Annotated, which governs the remedies available to creditors in seeking to set aside a fraudulent conveyance, only provides for remedies that are equitable in nature and does not provide for any form of monetary relief.

3. Whether the Bankruptcy Court erred in finding that that Plan complies with sections 1122 and 1129(a)(1) of the Bankruptcy Code where there was no legitimate business reason for separately classifying the claims of the holders of the TOPrS and the QUIPS for principal plus interest

4. Whether the Bankruptcy Court erred in finding that it is appropriate to force the holders of the QUIPS to forego their right to pursue the fraudulent conveyance litigation in order to receive their rightful recovery for principal plus interest on account of their QUIPS notes, while other creditors with claims of equal rank were not required to relinquish their litigation claims.

5. Whether the Court erred in determining that the Plan did not discriminate unfairly against the holders of the QUIPS because the distributions to the QUIPS holders were a "gift" from senior creditors despite the fact that there is no authority under the Bankruptcy Code to support this line of reasoning and it is the Debtor, not the creditors, making the distributions pursuant to the Plan.

6. Whether the Court erred in determining that the Plan is "fair and equitable" when subordinated holders of equity interests receive a distribution under the Plan while more senior creditors are not being paid in full and are only receiving a minimal recovery under the Plan.

7. Whether the Court erred in finding that the proceeds of the D&O Insurance Policy are not property of the Debtor's estate when the derivative actions belong to the Debtor and not the shareholders and all damages awarded in a derivative suit inure directly to the corporation.

8. Whether the Court erred in determining that the Debtor is not relinquishing value to the estate when the Debtor, through its release and waiver of all "Causes of Action of any nature," is abandoning every potential colorable claim and cause of action that may ultimately result in substantial value to the Debtor's estate.

9. Whether the Bankruptcy Court erred in finding that the senior debt should not be voided or subordinated despite the fact that the Debtor's application for exemption from the Public Utility Holding Company Act ("PUHCA") was not filed in good faith and, under PUHCA, the rights of a party to a contract made while there was a PUHCA violation – including lack of good faith filing in an application for a PUHCA exemption – are void.

Dated: November 8, 2004

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480535

CERTIFICATE OF SERVICE

I, *Elio Battista, Jr.*, certify that I am not less than 18 years of age, and that on November 85, 2004, I caused service of the attached *Magten Asset Management Corporation's Amended Designation of Items to be Included in the Record on Appeal and Statement of Issues to be Presented on Appeal from the Order Confirming Debtor's Second Amended and Restated Plan of Reorganization Under Chapter 11 of the Bankruptcy Code Entered on October 19, 2004 [Docket No. 2238]* to be made on the parties listed below in the manner indicated.

Under penalty of perjury, I declare that the foregoing is true and correct.



Elio Battista, Jr.

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IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

DOCKET ITEM # 32

IN RE: NORTHWESTERN CORPORATION

Magten Asset Management Corp.)	
)	
)	
Appellant)	Civil Action No. 04-1389 KAJ
v.)	
)	
Northwestern Corp, et al.)	
)	
Appellee)	Bankruptcy Case No. 03-12872

NOTICE OF DOCKETING

A Notice of Appeal of the following order of the Bankruptcy Court dated 10/19/04 was docketed in the District Court on 12/10/04 :

Order Confirming Debtors' Second Amended and Restated Plan of
Reorganization

In accordance with the Standing Order of the Court dated July 23, 2004, this case shall be referred to the Appellate Mediation Panel, and briefing will be deferred.

Documents prepared for mediation shall be submitted directly to the mediator and should not be filed with the Clerk's Office. Any attorneys of record who are not members of the Bar of this Court shall associate with local counsel in accordance with District of Delaware Local Rule 83.5.

Peter T. Dalleo
Clerk of Court

December 10, 2004

To: U.S. Bankruptcy Court
Counsel



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